FORM PTO-1618A Expires 06/30/99 OMB 0651-0027

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10-16-1998



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TRADEMARK

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X Security Agreement Nunc Pro Tunc Assignment  Effective Date
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Name	Jay Ptashek		
Address (line 1)	Simpson Thacher & 1	Bartlett	
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Trac	demark Application Num	nber(s) 070807	Registration Number(s)
		108453	1
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Deposit / (Enter for p	Account payment by deposit account or	if additional fees can be charged to the a Deposit Account Number:	# #
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	W. MAJEWSKI	Z.W. Marin	7/31/98
	of Person Signing	Signature	Date Signed

#### NOTICE OF SECURITY INTEREST IN PATENTS AND TRADEMARKS

NOTICE IS HEREBY GIVEN that Label-Aire, Inc., a Delaware corporation (the "Grantor") with an office located at 550 Burning Tree Road, Fullerton, California 92833, and The Chase Manhattan Bank, as Administrative Agent, a New York corporation (the "Lender"), with an office located at 200 Jericho Quadrangle, Jericho, New York 11753, have entered into a Security Agreement dated as of July 31, 1998 (as amended from time to time, the "Security Agreement").

Pursuant to the Security Agreement, the Grantor has granted, conveyed, pledged, assigned and transferred to the Lender, for its benefit, a security interest in, (a) the registered patents, applications for registration of patents, and licenses of registered patents listed in Schedule A hereto, and (b) the registered trademarks and service marks, applications for registration of trademarks and service marks, and licenses of registered trademarks and service marks listed in Schedule B hereto, together with the goodwill of the business symbolized thereby, to secure the payment, performance and observance of the Secured Obligations as defined in the Security Agreement.

The Commissioner of Patents and Trademarks is requested to record this notice in its records.

Dated as of: July 31, 1998

LABEL-AIRE, INC.,

a Delaware corporation

Name:

Title:

LT982050.108/5+

## SCHEDULE A TO

# NOTICE OF SECURITY INTEREST IN PATENTS AND TRADEMARKS FROM LABEL-AIRE

### 1. <u>Patents</u>.

Patent	Registration No.	Registration Date
Label Applicator For Irregularly Shaped Articles	4,201,621	5/6/80
Label Spreader Applicator	4,210,484	7/1/80
Method For Supplying A Label To An Article Surface	4,255,220	3/10/81
Wine Bottle Labeler	4,314, 869	2/9/82
Label Applicator With Oscillating Label Receiver And Method	4,337,108	6/29/82
Machine For Orienting An Article Informing A Work Operation On The Article	4,378,665	4/5/83
Label Applicator And Method For Labeling The Forward Faces Of Articles	4,390,386	6/28/83
High Speed Wrap Around Label Applicator And Method	4,473,429	9/25/84
Label Applicator And Method For Labeling The Forward Faces Of Articles	4,475,978	10/9/84
Label Applicator With Pivotable Labeling Head	4,612,079	9/16/86
Method And Apparatus For Sensing Sheet-Like Elements	4,685,982	8/11/87
Labeling System	4,830,701	5/16/89

Patent	Registration No.	Registration Date
Printer-Tamp Label Applicator	4,844,771	7/4/89
Interchangeable Feedscrew System	5,050,720	9/24/91
Feedscrew System And Methodology	5,050,725	9/24/91
Feedscrew System And Methodology	5,117,965	6/2/92
Box Corner Labeler Having A Force-Reducer	5,421,948	6/6/95
Method For Labeling Transverse Sides Of Article	5,645,669	7/8/97

## 2. <u>Applications for Federal Registration of Patents</u>.

Patent	Serial No.	Filing Date
Security Label Applicator	O8/833,967	4/11/97
High Speed Corner Labeler	08/627,077	4/3/97
Air Manifold Assembly	09/025,920	2/19/98

LT982050.121/1+

### SCHEDULE B TO

# NOTICE OF SECURITY INTEREST IN PATENTS AND TRADEMARKS FROM LABEL-AIRE

1. Federal Trademark and Service Mark Registrations.

Trademark/Service Mark	Registration No.	Registration Date
"LABEL-AIRE"	708,074	
"SUPER FLY"	1,084,531	

2. Trademark and Service Mark Applications for Federal Registration.

Patent Serial No. Filing Date

None

LT982050.123/-1+

State of California	
	}
County of Los Angeles	}

On July 29, 1998 before me, Veronica R. Villavicencio, personally appeared Richard W. Majewski,

personally known to me - OR - Proved to me on the basis of satisfactory evidence to be the person(s) whose name(s) is/are subscribed to the within instrument and acknowledged to me that he/she/they executed the same in his/her/their authorized capacity(ies), and that by his/her/their signature(s) on the instrument the person(s), or the entity upon behalf of which the person(s) acted, executed the instrument.

Witness my hand and official seal.

Veronica R. Villaviencio SIGNATURE OF NOTARY

LT982050.107/4+

VERONICA R. VILLAVICENCIO
COMM. \$1042433
Notary Public — California
LOS ANGELES COUNTY
My Comm. Expires OCT 19,1998

**RECORDED: 10/13/1998**